

USA Capital

First Trust Deed Investment

Borrower: **The Gardens, LLC**
The principals of the borrower Don Granatstein and Gerald E Cadesky, have been involved with the development of 28 timeshare projects throughout the Eastern United States and Canada. Don Granatstein has been in the marketing and acquisition firm specializing in resort related and commercial real estate since 1986

Loan Amount: \$5,800,000

Rate: 12 5% (net), payable monthly

Maturity: March 24, 2006

Loan to Value: Approximately 64% of gross sell out value An appraisal has been engaged

Collateral: First deed of trust on 3 5 acres of land located on Rock Lake in Orlando, Florida. The property is contiguous with The Parliament House resort. The property is approved for the development of 164 time-share units. Phase 1 is 50% reserved for the 18 units, and the Phase is expected to be sold out by the time it is completed

Additional Collateral: In addition to the First Deed of Trust on the subject property, there will be a subordinated deed of trust on the adjacent Parliament House resort, an existing, successful, niche resort, and a second Deed of Trust on 5 5 acres of vacant land planned for an additional 146 timeshare units

Use of Proceeds: To construct 18 timeshare units on the property that are currently 50% reserved

Borrower's Equity: The borrower has contributed in excess of \$3,000,000 in improvements to the collateral property and to clear the land

USA Capital
702-734-2400

Licensed by the State of Nevada Division of Mortgage Lending
USA Commercial Mortgage Company 4484 S Pecos Rd, Las Vegas NV 89121

License #MB 333 12/4/2006

Money invested through a mortgage broker is not guaranteed to earn any interest or return and is not insured. Before investing investors must be provided applicable disclosure

EXHIBIT B

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Guarantees: The loan will be guaranteed by the principals of the borrower Gerald E Cadesky, and M Donald Granatstein who have indicated a combined net worth in excess of \$6 million

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